

Howard S. Beltzer
MORGAN, LEWIS & BOCKIUS LLP
101 Park Avenue
New York, NY 10178
Tel: (212) 309-6000
Fax: (212) 309-6001

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:
LEHMAN BROTHERS HOLDINGS INC., <u>et al.</u>,	:
Debtors.	:
	:
	Chapter 11
	:
	Case No. 08-13555 (JMP)
	:
	(Jointly Administered)
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**AMENDED STATEMENT OF MORGAN, LEWIS & BOCKIUS LLP PURSUANT
TO RULE 2019 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Howard S. Beltzer, on behalf of Morgan, Lewis & Bockius LLP (“Morgan Lewis”), in connection with the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby submits this amended statement (the “Amended Statement”) pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure and represents as follows:

1. Morgan Lewis is counsel to the entities listed on Exhibit 1 hereto (collectively, the “Entities”).

2. Each of the Entities may hold claims against and/or interests in the Debtors arising out of agreements, law or equity pursuant to its respective relationship with the Debtors.

The amounts of the claims held by each of the Entities have not yet been determined.

3. The following are the facts and circumstances in connection with Morgan Lewis’s employment in these cases: each of the Entities separately requested that Morgan Lewis

represent them in connection with the Debtors' Chapter 11 cases. Morgan Lewis may undertake additional representations of other parties in interest, and to the extent Morgan Lewis does so, this Amended Statement will be further amended as appropriate.

4. Upon information and belief, Morgan Lewis does not possess any claims against or interests in the Debtors.¹

5. Neither this Amended Statement nor the filing of this Amended Statement shall constitute an appearance by any of the Entities,² nor have any of the Entities submitted to the jurisdiction of this Court by this submission.

6. The undersigned certifies that this statement is true and accurate, to the best of his knowledge and belief. Morgan Lewis reserves the right to revise and supplement this Amended Statement as appropriate.

Dated: New York, New York
July 21, 2009

MORGAN, LEWIS & BOCKIUS LLP

By:/s/ Howard S. Beltzer
Howard S. Beltzer

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New York, NY 10178
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¹ However, Morgan Lewis has filed a proof of claim against an affiliate of the Debtors, Lehman Brothers Inc., which is subject to a Securities Investor Protection Act proceeding before this Court, in the amount of approximately \$1 million for legal services rendered. In addition, certain members of Morgan Lewis, in their individual capacities, hold claims against and/or equity interests in the Debtors.

² Several of the Entities have filed notices of appearance and/or pleadings in the Debtors' Chapter 11 Cases.